

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

W.R. GRACE & CO., et al.

Debtors.

Chapter 11

Case No. 01-01139 (JKF)

(Jointly Administered)

**ORDER GRANTING SEVENTH QUARTERLY INTERIM APPLICATION OF
SWIDLER BERLIN LLP AS BANKRUPTCY COUNSEL TO
DAVID T. AUSTERN, FUTURE CLAIMANTS REPRESENTATIVE FOR
COMPENSATION AND FOR REIMBURSEMENT OF EXPENSES FOR THE
PERIOD OCTOBER 1, 2005 THROUGH DECEMBER 31, 2005**

Swidler Berlin LLP ("Swidler"), as bankruptcy counsel to David T. Austern, the Future Claimants Representative (the "FCR"), filed its Seventh Quarterly Interim Application for allowance of compensation and reimbursement of expenses for the time period October 1, 2005 through December 31, 2005 (the "Seventh Quarterly Application"). The Court has reviewed the Seventh Quarterly Application and finds that: (a) the Court has jurisdiction over this matter pursuant to 28 U.S.C. Sections 157 and 1334; and (b) notice of the Seventh Quarterly Application, and any hearing on the Seventh Quarterly Application, was adequate under the circumstances; and (c) all persons with standing have been afforded the opportunity to be heard on the Seventh Quarterly Application. Accordingly, it is hereby

ORDERED that the Seventh Quarterly Application of Swidler is GRANTED on an interim basis. The Debtors shall pay to Swidler the sum of \$196,400.75 as compensation and \$15,577.13 as reimbursement for expenses, for a total of \$211,977.88 for services rendered and disbursements incurred by Swidler for the period October 1,

2005 through December 31, 2005, less any amounts which may have been previously paid in connection with Swidler's monthly fee applications for this period.

Dated: _____, 2006

United States Bankruptcy Judge